

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS

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U.S. DISTRICT COURT

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TEXAS-EASTERN

BY

J. Moore

(1) SMITH-BLAIR, INC. and
(2) M&FC HOLDING, LLC

Case No.

Plaintiffs,

Judge:

Magistrate Judge:

vs.

504CV 118

JCM INDUSTRIES, INC.,

**PLAINTIFFS' DISCLOSURE
STATEMENT**

Defendant.

Pursuant to Fed. R. Civ. P. 7.1(a), Plaintiffs Smith-Blair, Inc. make the following disclosure:

1. The following companies are the direct and indirect parent companies of Plaintiffs Smith-Blair, Inc. and M&FC Holding, LLC, with Sensus Metering Systems (Bermuda 1) Ltd. being the ultimate indirect parent. The shares of all five companies are privately held, and all except Sensus Metering Systems (Bermuda 1) Ltd. are wholly owned.

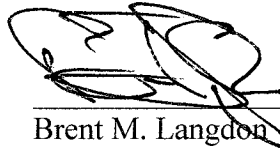
- a. Sensus Metering Systems (Bermuda 1) Ltd., a privately held Bermuda limited liability company, is the sole shareholder of:
- b. Sensus Metering Systems (Bermuda 2) Ltd., a Bermuda limited liability company that is the sole shareholder of:
- c. Sensus Metering Systems, Inc., a Delaware corporation that is the sole shareholder of:
 - i. Plaintiff M&FC Holding, LLC, a Delaware limited liability company that is the sole shareholder of
 - ii. Plaintiff Smith-Blair, Inc., a Delaware corporation.

Sensus Metering Systems, Inc., the Delaware corporation that is the sole shareholder of Plaintiff M&FC Holding, LLC, has issued debt securities that are, or will shortly be, publicly traded in the United States. The stock of Sensus Metering Systems, Inc. is privately held and not publicly

traded, and there are no entities whose publicly traded stock, equity or debt will be substantially affected by the outcome of the proceedings.

2. There is no publicly held corporation that owns 10% or more of the stock of Smith-Blair, Inc. or M&FC Holding, LLC.

SMITH-BLAIR, INC. and
M&FC HOLDING, LLC



Dated: May 25, 2004

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